

NOW ACQUISITION CORPORATION

180 NORTH WACKER DRIVE, SUITE 3
CHICAGO, ILLINOIS 60606

December 10, 2003

VIA ELECTRONIC COMMENT FILE SUBMISSION

Marlene H. Dortch, Secretary
Federal Communications Commission
Office of the Secretary
9300 East Hampton Drive
Capitol Heights, MD 20743

RE: Docket No. WC 03-248 -- *In the Matter of NOW Communications, Inc., Now Acquisition Corporation, and Essex Acquisition Corporation Joint Application Under Section 214 of the Telecommunications Act of 1934 Seeking Approval for Domestic and International Transfers of Control*

Dear Secretary Dortch:

By letter dated November 25, 2003, NOW Communications, Inc. ("NOW"), Now Acquisition Corporation ("NAC"), and Essex Acquisition Corporation ("EAC" and jointly with NOW and NAC, the "Parties"), submitted a Joint Application to the Federal Communications Commission ("Commission").

By letter dated December 9, 2003, NOW subsequently provided notice to the Commission of the pro forma assignment of NOW's International 214 authority to NOW Communications, Inc. as Debtor-In-Possession ("NDIP"). Attached as Exhibit A is a copy of that letter. NDIP has also registered with the Commission and was issued FRN 0009-9917-79.

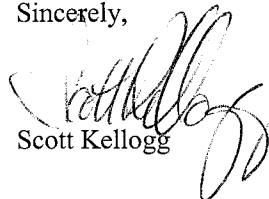
Consequently, by this letter, the Parties hereby request that the Joint Application be amended accordingly to reflect the aforementioned pro forma assignment. Specifically, the Joint Application should be amended to serve as a request for the assignment of NDIP's International 214 authority to NAC (FRN 0009-9163-05).

Further, this letter affirms that MCG Capital Corporation ("MCG") is the majority shareholder in BiznessOnline.com, Inc. ("Biz"), NAC's direct parent company. MCG owns approximately 71% of the outstanding shares in Biz. Biz owns 100% of the outstanding shares in NAC. Accordingly, MCG has a controlling indirect interest in NAC as a shareholder of BiznessOnline.com, Inc.

Also enclosed are five duplicates of this transmittal letter. Please stamp one duplicate "received" and return it to my attention using the pre-addressed, stamped envelope also provided herein.

If you have any questions concerning this matter, please do not hesitate to contact me at 312/658-1056.

Sincerely,



Scott Kellogg

Enclosures

cc Cynthia Bryant, International Bureau

EXHIBIT A: Notice of Pro Forma Corporate Reorganization

NOW COMMUNICATIONS, INC.

R. Scott Seab ~ Vice President, Regulatory Affairs
Legal Office Phone: 719.633.3059

December 9, 2003

Office of the Secretary
Federal Communications Commission
International Division
9300 East Hampton Drive
Capitol Heights, MD 20743

VIA FEDERAL EXPRESS

Re: Notice of Pro Forma Corporate Reorganization

Pursuant to 47 CFR 63.24(f), this letter serves as notice to the Commission that on March 4, 2003, NOW Communications, Inc. ("NOW") voluntarily filed for Chapter 11 Reorganization in the United States Bankruptcy Court for the Southern District of Mississippi, Case No. 03-01336.

NOW's address and telephone number are 711 South Tejon Street, Suite 201, Colorado Springs, Colorado 80903, (719) 633-3059.

NOW is a corporation organized under the laws of the State of Mississippi.

NOW's contact and legal officer is myself.

NOW was granted authority for international global or limited resale service pursuant to Section 214 of the Communications Act of 1934, as amended, on August 18, 1999, File ITC 214-19990729-00457. NOW's FRN is 0005-0288-08.

The following persons and entity own 10% or more of NOW:

Larry W. Seab, CEO and President of NOW: 30%

Charles W. McGuffee, CFO, Sec. and Treasurer of NOW: 30%

James E. Miller: 11%

Three-Six Foxtrot, Inc.: 10.75%

Steve Jennings, VP – MIS of NOW: 10%

Mr. Seab, Mr. McGuffee, and Mr. Jennings are all U.S. citizens and can be contacted at 1375 South Semoran Boulevard, Bldg. 5, Suite 1348, Winter Park, FL 32792. Mr. Miller is also a U.S. citizen and can be contacted at 80 River Court Parkway, Atlanta, GA 30328. His principal business is consulting. Three-Six Foxtrot, Inc. ("TSF") is a Colorado corporation with offices located at 1105 Oakhurst Drive, Broomfield, CO 80020. TSF's principal business is investing in telecommunications companies. No other person owns directly or indirectly 10% or more of NOW.

711 South Tejon Street, Suite 201
Colorado Springs, Colorado 80903
Email: rss@nowcommunications.com
Efax: 719.623.0287

On behalf of NOW, I hereby certify that there has been no change of control either in equity, debt or ownership at this point and NOW has continued to operate as normal.

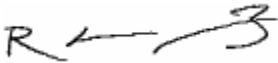
The section 214 authorization transfer from NOW to NOW Communications, Inc. as Debtor in Possession (NOW-DIP) meets the presumptively pro forma transaction types as listed in Note 2 to Paragraph (d) in 47 CFR 63.24. The FRN for NOW-DIP is 0009-9917-79.

Five copies of this letter are enclosed.

An additional copy of this letter is enclosed; please file-stamp same and return to me in the self-addressed, postage-paid envelope provided.

Please feel free to contact me if any additional information is required.

Sincerely,

A handwritten signature in black ink, appearing to be "RLB", written in a cursive style.